

***INDIANA
OPERATING AGENT
APPLICATION***



This application contains:

PART I: Preliminary Information

Disclosure of this information is REQUIRED. The Indiana Gaming Commission **will** require applicants to disclose additional information not covered by this application. Failure to provide information could result in rejection or delay the processing of this application.

INSTRUCTIONS FOR OPERATING AGENT APPLICATION FORM

APPLICANT FOR AN OPERATING AGENT CONTRACT IS SEEKING A PRIVILEGE. THE BURDEN OF PROVING ITS QUALIFICATIONS TO RECEIVE SUCH A CONTRACT IS AT ALL TIMES ON APPLICANT. APPLICANT MUST ACCEPT ANY RISK OF ADVERSE PUBLIC NOTICE, EMBARRASSMENT, CRITICISM, OR OTHER ACTION, OR FINANCIAL LOSS WHICH MAY RESULT FROM ACTION WITH RESPECT TO AN APPLICATION, AND EXPRESSLY WAIVES ANY CLAIM FOR DAMAGES AS A RESULT THEREOF. INFORMATION NOT CALLED FOR IN THIS APPLICATION OR IN ADDITION TO THAT PROVIDED IN RESPONSE TO THIS APPLICATION MAY BE REQUESTED. APPLICANT SHALL PROVIDE ALL INFORMATION, DOCUMENTS, MATERIALS AND CERTIFICATIONS AT APPLICANT'S SOLE EXPENSE AND COST.

The total cost of the investigation conducted pursuant to this application shall be borne by applicant. In addition, applicant is responsible for the payment of all application and other fees required under the Act and the posting of the bond required under the Act.

Applicant should respond to the questions contained in this application to the best of its knowledge. **Any misrepresentation or omission is grounds for application denial.**

Applicant is under a continuing duty to disclose promptly any changes in the information provided in the application and requested materials submitted to the commission. The duty to make additional disclosures continues throughout any period of the operating agent's contract.

If the answer or material responsive to a question has been provided in response to another portion of the application, refer to the other portion.

The male pronoun when used in this application includes the masculine and feminine and neuter and also the plural, as appropriate.

A. FORMS AND DOCUMENTS

Four (4) bound copies and two (2) unbound copies of the application must be submitted by applicant, labeled with applicant's name, to include the following documents:

1. Transmittal letter.
2. Operating agent license application form.
3. Exhibits and schedules.
4. Applicant's consent to release information.
5. Release of all claims.
6. Affidavit of full disclosure.
7. Verification.

B. NON-REFUNDABLE APPLICATION FEE

The following fee must be submitted with this application by applicant: A cashier's check or certified check in an amount to be determined by the Commission for the initial payment of the application fee. Any form of payment must be made payable to the State of Indiana. Any additional cost of investigation will be charged as provided by statute, rules, or written guidelines of the Commission.

C. DEFINITIONS

For the purpose of this application, the following terms have the following meanings:

Act: The Riverboat Gambling Act.

Applicant: Any individual or business entity who directly or indirectly has applied for an operating agent contract.

Application: The total written materials, including the instructions, forms and other documents issued by the commission, comprising applicant's request for an operating agent contract.

Attributed: Any direct or indirect interest in a business entity deemed to be held by an individual not through the individual's actual holdings but through holdings of the individual's immediate family.

Best of Knowledge: Applicant's knowledge after substantial inquiry.

Business Entity: A partnership, incorporated or unincorporated association or group, firm, corporation, limited liability company, partnership for shares, trust, sole proprietorship or other form of business.

Commission: Indiana Gaming Commission.

Compensation: Anything of value, including salary, wages, commissions, tips, gratuities, fees, bonuses, and distributions from S corporations, in any form, including cash, securities, real property and tangible and intangible personal property.

Control: The power to exercise authority over or direct the management and policies of an individual or business entity.

Debt Instrument: Any bond, loan, mortgage, trust deed, note, debenture, subordination, guaranty, letter of credit, security agreement, surety agreement, pledge, chattel mortgage or other form of indebtedness.

Dependent: Any individual who received over half of his support in a calendar year from any other individual.

FIN: Federal identification number.

Felony: A criminal offense for which a sentence of imprisonment for one (1) year or more may be imposed under the laws of any jurisdiction.

Gambling Operation: The conduct of authorized gambling games on a riverboat located in a historic hotel district.

Gaming: The dealing, operating, carrying on, conducting, maintaining or exposing for play of any game.

Gaming Operations Manager: The individual or business entity that has the ultimate responsibility to manage, direct or administer gambling operations.

Historic Hotel District: A district located in a county where towns have entered into an interlocal agreement pursuant to IC 36-7-11.5 and consists solely of real property owned by the historic hotels on part of the tract of land that includes the parcel or parcels of land upon which the historic hotel building is located.

Indiana Taxpayer Identification Number: Number assigned to businesses registered with the Indiana Department of Revenue.

Immediate Family/Relatives: Spouse (other than a spouse who is legally separated from the individual under a decree of divorce or separate maintenance), parents, grandparents, children, grandchildren, siblings, uncles, aunts, nephews, fathers-in-law, sons-in-law, brothers-in-law, and sisters-in-law, whether by the whole or half blood, marriage, adoption or natural relationship and dependents.

Indirect: Any interest in a business entity that is deemed to be held by the holder, not through the holder's actual holdings in the business entity, but through the holder's holdings in other business entities.

Individual: Any natural person.

Nominee: Any individual or business entity that holds as owner of record the legal title to tangible or an intangible personal or real property, including without limitation any stock, bond debenture, note, investment contract or real estate on behalf of another individual or business entity, and as such is designated and authorized to act on his or its behalf with respect to such property.

Operating agent: A person with whom the commission has entered into a contract under IC 4-33-6.5 to operate a riverboat in a historic hotel district.

Person: An individual, a sole proprietorship, a partnership, an association, a fiduciary, a corporation, a limited liability company, or any other business entity.

Predecessor Company: A business which no longer exists in its original form but whose assets in substantial part have been acquired by another business entity or which has undergone certain internal changes, such as those of identity, form, or capital structure.

Public Official: A person who is authorized to perform an official function on behalf of, and is paid by, a governmental entity as defined by IC 35-41-1-12, is elected or appointed to office to discharge a public duty for a governmental entity or, with or without compensation, is appointed in writing by a public official to act in an advisory capacity to a governmental entity concerning a contract or purchase to be made by the entity. The term does not include a person appointed to an honorary advisory or honorary military position.

Registered Agent: Any individual or business entity against whom service of process may be made on behalf of any business entity or that is designated as such by any articles of incorporation or other corporate filings in any state.

Riverboat: A vessel located in a historic district described in IC 4-33-1-1 and as defined in IC 4-33-2-17.

Riverboat Gambling Operation: The conducting of gaming and all related activities including without limitation the purveying of food, beverages, retail goods and services, and transportation, on a riverboat and at its support facilities.

Sole Proprietor: An individual who owns 100% of the assets and who is solely liable for the debts of a business.

Substantial Creditor: The holder of any debt instrument of whatever character, against an individual or business entity, whether secured or unsecured, matured or unmatured, liquidated, absolute, fixed or contingent, the aggregate amount of which is \$50,000 or more.

TRANSMITTAL LETTER

EXECUTIVE DIRECTOR
INDIANA GAMING COMMISSION
115 W. Washington St., Ste. 950 South
Indianapolis, IN 46204-3408

Dear Sir:

_____ does herewith make application
(Name of Applicant)
to conduct a riverboat gambling operation in a historic district described in IC 4-33-1-1.

In accordance with the Riverboat Gambling Act, the applicant submits with this application a **non-refundable** fee in the amount determined by the Indiana Gaming Commission in the form of a cashier's check or certified check, representing the initial payment for the investigation to be conducted with respect to this application.

The applicant agrees to disclose and to require all of the persons associated with the applicant to disclose all information, documents and other material which the Indiana Gaming Commission may request at any time and agrees that such additional material shall be made a part of this application.

The applicant understands that an operating agent contract may not be issued for the operation of a riverboat in a historic hotel district unless the voters of the county in which the district is located have approved riverboat gambling through a local public question. If applicable, applicant agrees to pay in advance the costs of the expenses, as determined by the appropriate election board, to hold a special election as provided for in Public Law 92-2003.

The applicant acknowledges that neither the acceptance of this application nor the issuance of a contract implies that the Indiana Gaming Commission admits the truth of the statements made in this application, or its approval of the statements. The acceptance or the issuance of an operating agent contract shall not constitute waiver or agreement by the Indiana Gaming Commission with respect to any material contained in the application or supplement to application.

The applicant further acknowledges that any contract or any interest in any contract issued by the Indiana Gaming Commission is not transferable, and that subsequent legislation, rule, or action by the Indiana Gaming Commission may diminish the value of any contract entered into by the Indiana Gaming Commission to any extent possible.

Respectfully submitted,

Name of Applicant

By: _____
(Print)

Date: _____

Title: _____

(Print)

**OPERATING AGENT LICENSE APPLICATION
PART I**

1. Name of Applicant		Doing Business As	
Business address (Do not enter a P.O. Box)			
City	State	Zip Code	Telephone Number
Federal Identification Number		Indiana Taxpayer Identification Number	
Social Security Number (if sole proprietor)			
Mailing Address			
City	State	Zip Code	Fax Number
Attorney representing the applicant before the Commission			
Name	Business Address	Fax Number	Telephone Number
Contact Person (if different from above)			
Name	Business Address	Fax Number	Telephone Number

Check the type of organization:

- | | | |
|--------------------------------------|--|--|
| <input type="checkbox"/> Corporation | <input type="checkbox"/> Limited Liability | <input type="checkbox"/> Sole Proprietorship |
| <input type="checkbox"/> Partnership | Company | <input type="checkbox"/> Individual |
| <input type="checkbox"/> Fiduciary | <input type="checkbox"/> Association | <input type="checkbox"/> Other Business Entity |

2. Submit as **Exhibit 1** a detailed description of applicant's business, including the background and skills of applicant, and identifying and describing any predecessor company of applicant.
3. If applicant or any of its substantial owners does business outside Indiana, submit as **Exhibit 2** a statement listing all other jurisdictions where applicant does business, describing the business activity conducted in those other jurisdictions, and listing all addresses from which applicant currently does business.

4. (a) Submit as **Exhibit 3(a)** a schedule listing the name, business address and telephone number of applicant's Indiana:
- X registered agent(s);
 - X legal services representatives;
 - X accounting services representatives; and
 - X banking and financial services representatives.
- (b) Submit as **Exhibit 3(b)** a schedule listing the name, business address and telephone number of applicant's out-of-state:
- X registered agent(s);
 - X legal services representatives;
 - X accounting services representatives; and
 - X banking and financial services representatives.
5. Submit as **Exhibit 4** the name of the business, the state of incorporation, the date of incorporation, the percent ownership, and type of equity of any other business entity in which the applicant or the spouse or children of an applicant owns at least a one percent (1%) interest.
6. If applicant is a corporation, submit as **Exhibit 5**:
- (a) the name, including all former and assumed names, the address of the corporate headquarters, the FIN of, and any former business names and addresses for the last ten (10) years;
 - (b) the name of the state in which each corporation is incorporated, the date of incorporation, and, if a corporation is not incorporated in Indiana, whether the corporation is authorized to conduct business in Indiana;
 - (c) for the present and former officers of each corporation, their names, positions, social security numbers, business and residential addresses and telephone numbers, and the amount of and dates when compensation was received from the corporation during the three (3) years prior to the filing of this application;
7. If applicant is a business entity other than a corporation, submit as **Exhibit 6**:
- (a) a detailed description of the organization of each business entity;
 - (b) for each business entity which is not organized under Indiana law, a statement identifying the law under which it is organized and stating whether it is authorized to conduct business in Indiana;
 - (c) the name and address of each participant in each business entity which is a general partner, limited partner, unincorporated associate, or other business entity

other than a corporation; also, submit as **Exhibit 7(a)** a statement answering Question 7 for each participant;

- (d) the name and address of each participant in each business entity which is a corporation; also, submit as **Exhibit 7(b)** a statement answering Question 7 for each participant; and
- (e) if applicant is a partnership, a statement setting forth for each partner:
 - X the amount of initial investment, whether in the form of cash, negotiable instruments, property or otherwise;
 - X the amount and nature of any anticipated future investments;
 - X the degree of control over the activities of the partnership; and
 - X the method of distributing partnership profits.

8. Submit as **Exhibit 8** as applicable, copies of the following documents which apply to the applicant:

- (a) partnership agreement;
- (b) trust agreement;
- (c) joint venture agreement;
- (d) certified copies of the articles of incorporation or corporate charters, and amendments thereto of applicant and its affiliated companies;
- (e) a certificate of good standing of the state of incorporation of the applicant;
- (f) as applicable, a certificate of good standing issued by the Indiana Secretary of State indicating applicant is qualified to do business in the State of Indiana;
- (g) articles of association;
- (h) by-laws; and
- (i) other legal instrument of organization.

9. State whether applicant holds a direct, indirect or attributed ownership interest in any business entity which holds a license issued under the Act, or which has applied or intends to apply for a license under the Act.

Answer:_____

10. State whether applicant possesses a gaming related license issued by any other jurisdiction:

Answer:_____

If the answer is "yes", submit as **Exhibit 9** a list of all jurisdictions in which a gaming related license is held.

11. State whether applicant has, in any jurisdiction, had a gaming license denied, restricted, suspended, revoked or not renewed or if the applicant has reached any settlement agreements in any jurisdiction in lieu of such action:

Answer:_____

If the answer is "yes", submit as **Exhibit 10** a statement describing in detail the facts and circumstances concerning such denial, restriction, suspension, revocation, non-renewal or settlement including the licensing authority, the date each such action was taken, and the reason for each such action.

12. Submit as **Exhibit 11** the name, address, and the percent of ownership of every individual or business entity having a greater than 1% direct or indirect pecuniary interest in applicant's proposed riverboat gambling operation.
13. Submit as **Exhibit 12** a detailed description of the background and skills of applicant's key persons.
14. Submit as **Exhibit 13** a detailed statement concerning the experience of applicant in the fields of gambling operation, riverboat gambling operation, riverboat operations, and other fields germane to riverboat gaming. Attach all materials and documents, including resumes and curricula vitae, which support or contradict this statement.
15. State whether applicant has ever been arrested, detained, charged, indicted, convicted, pleaded guilty, or nolo contendere, or forfeited bail concerning a felony or misdemeanor other than a traffic violation under the laws of any jurisdiction.

Answer:_____

If the answer is "yes", submit as **Exhibit 14** the following:

- (a) the date;
- (b) the names and addresses of the individuals and business entities involved;
- (c) the name and location of the court, arresting agency and prosecuting agency;
- (d) the case number;

- (e) the offense;
 - (f) the disposition; and
 - (g) the location and length of incarceration.
16. Not including information provided in response to Question 11, state whether applicant has had a license or certificate issued by any licensing authority denied, restricted, suspended, revoked, not renewed, or if any such proceeding is presently pending.
- Answer:**_____
- If the answer is "yes", submit as **Exhibit 15** a detailed statement concerning the reason, licensing agency, date of action, and the facts and circumstances of each revocation or ownership and pertaining license or license application.
17. Provide an organization chart of the applicant illustrating its operations and the identity of the individuals/business entities responsible for performing the various operations.
18. If applicant or any of applicant's substantial owners are a publicly held company, submit as **Exhibit 16** for each publicly held company, copies of any state or federal registration statements and any other documents filed within the last three (3) fiscal years, including, without limitation, proxy or information statements filed pursuant to Section 14 of the Securities Exchange Act of 1934, Annual Reports (Form 10K), Quarterly Reports (Form 10Q), Periodic Reports (Form 8K), and statements prepared in accordance with Regulation S-X, under the Securities Act of 1933, the Securities Act of 1934, the Public Utility Holding Company Act of 1935, or the Investment Company Act of 1940. (Note: Only three (3) copies of the information requested in question 19 needs to be submitted).
19. Submit as **Exhibit 17** a statement listing the names, business addresses and telephone numbers of each individual or business entity having a present or future financial interest of any kind, including but not limited to shares of profits or gross income in applicant or the proposed riverboat gambling operation not disclosed elsewhere, and describing in detail the nature, facts and circumstances concerning each such individual, business entity and interest.
20. Submit as **Exhibit 18** a statement listing the names, titles, addresses and telephone numbers of all public officials or officers or employees of any governmental entity, and relatives of said public officials, officers or employees, who directly or indirectly own any financial interest in, have any beneficial interest in, are the creditors of or hold any debt instrument issued by, or hold or have any interest in any contractual or service relationship with Applicant, any of its key persons, substantial owners or any individual or business entity having an interest in the proposed riverboat gambling operation.

21. State whether any of the securities or debt offerings of applicant or any of applicant's substantial owners have been suspended from trading or have had action taken against them by any regulatory agency.

Answer:_____

If the answer is "yes," submit as **Exhibit 19** a detailed statement describing each suspension or action.

22. Have any of applicant's substantial owners or has any business entity in which they held an ownership interest as an officer or director ever been adjudicated as bankrupt or filed a petition for any type of bankruptcy or insolvency, under any bankruptcy or insolvency law?

Answer:_____

If "yes," submit as **Exhibit 20** a statement setting forth the date filed, docket number, name and address of the court, name and address of the filing party, and the name and address of the trustee for each one.

23. To the extent not already disclosed, state whether applicant or any of its key persons or substantial owners has had any license or certificates issued by a licensing authority denied, restricted, suspended, revoked or not renewed.

Answer:_____

If the answer is "yes," submit as **Exhibit 21** a statement describing in detail the facts and circumstances concerning such denial, restriction, suspension, revocation or non-renewal, including the licensing authority, the date each such action was taken, and the reason for each such action.

OPERATING AGENT APPLICATION FORM - SCHEDULE OF EXHIBITS

This schedule relates to the application of:

Complete Name of Applicant

to conduct a riverboat gambling operation in the historic preservation district located in Orange County, Indiana.

Exhibit 21:

If an Exhibit is not applicable, indicate "N.A."

Exhibit	Person responsible for preparation or supervising preparation of exhibit (state which)	Title
1.		
2.		
3.		
4.		
5.		
6.		
7.		
8.		
9.		
10.		
11.		
12.		
13.		
14.		
15.		
16.		
17.		
18.		
19.		
20.		
21.		

The undersigned has filed with the Indiana Gaming Commission ("Commission") certain forms and documents in connection with a written request for licensing by the Commission ("Application"). In consideration of the assurance by the Commission that no vote on said application will be taken except after a deliberate, intensive and thorough investigation of the undersigned, including but not limited to background, associates, and finances, the undersigned does for myself, my heirs, executors, administrators, successors and assigns, hereby release, remise, and forever discharge the State of Indiana, the Commission, its members, agents, and employees, from any and all manner of actions, causes of action, suits, debts, judgments, executions, claims and demands whatsoever, known or unknown, in law or equity, which the undersigned ever had, now has, may have, or claim to have against any or all of said entities or individuals arising out of or by reason of the processing or investigation of or other action relating to the application.

I, the duly authorized _____ of the undersigned, have
(Office)
read this affidavit and understand its terms. On behalf of and in accordance with the instructions of the undersigned, I execute it with full knowledge that the undersigned will be bound hereby.

IN WITNESS WHEREOF, I have executed this release at

_____, _____
(City) (State)

on the _____ day of _____, 20_____.

(Applicant)

By: _____ Title: _____

STATE OF _____ SS: COUNTY OF _____

Before me, the undersigned, a Notary Public in and for said County and State, personally appeared _____ and acknowledged the execution of the foregoing instrument as his/her voluntary act and deed.

WITNESS, my hand and Notary Seal, this _____ day of _____, 20_____.

Notary Public, Written Signature

Notary Public, Printed Signature

My commission expires: _____

County of Residence: _____

I, _____
(Affiant)

on behalf of _____
(Applicant)

hereby acknowledge that the Indiana Gaming Commission will require supplemental materials in order to carry out its statutory duties. Applicant hereby agrees to submit supplemental materials as requested by the commission.

Signature

Printed name

Date

AFFIRMATION

I affirm, under the penalties of perjury, that the information set forth in this document is true and complete, to the best of my knowledge.

Signature

Printed Name

Date